

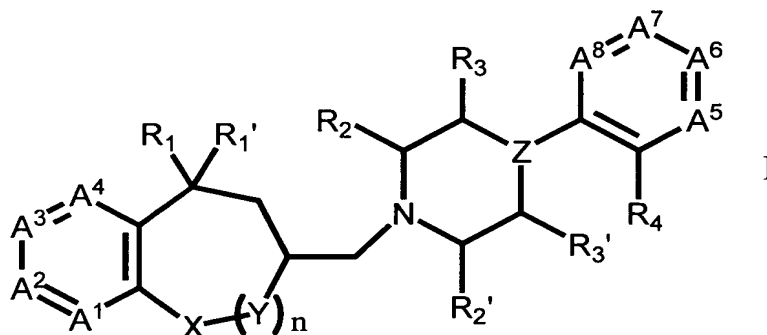
## AMENDMENTS TO THE CLAIMS

Please cancel Claims 1-29 without prejudice and insert therefore new Claims 30-48. This listing of claims will replace all prior versions, and listings, of claims in the application.

### Listing of Claims:

Claims 1-29 (canceled)

30. (New) A compound of the formula I:



wherein:

A<sup>1</sup>, A<sup>2</sup>, A<sup>3</sup> and A<sup>4</sup> each independently represent -C(R<sub>5</sub>)- or -N-, provided that at least one of A<sup>1</sup>, A<sup>2</sup>, A<sup>3</sup> and A<sup>4</sup> is -N-;

A<sup>5</sup>, A<sup>6</sup>, A<sup>7</sup> and A<sup>8</sup> each independently represent -C(R<sub>6</sub>)- or -N-;

R<sub>1</sub> and R<sub>1</sub>' each independently represent a hydrogen atom, a halogen atom, a hydroxyl group, a cyano group, a C<sub>1-6</sub> alkyloxy group, a C<sub>1-6</sub> alkyloxyalkyloxy group, a C<sub>1-6</sub> alkyloxycarbonyl group, a C<sub>1-6</sub> alkyloxycarbonylamino group, a C<sub>1-6</sub> alkylcarbonyl group, a C<sub>1-6</sub> alkylcarbonyloxy group, a C<sub>1-6</sub> alkylcarbonylamino group, a C<sub>1-6</sub> alkylsulfonyl group, a C<sub>1-6</sub> alkylsulfonylamino group, a C<sub>1-6</sub> alkylsulfonyl-C<sub>1-6</sub> alkylamino group, a carbamoylamino group, a (C<sub>1-6</sub> alkyl)carbamoylamino group, a di(C<sub>1-6</sub> alkyl)carbamoylamino group, a pyrazolyl group, a triazolyl group, an oxazolyl group, or a C<sub>1-6</sub> alkyl group optionally having a substituent selected from the following group α; or R<sub>1</sub> and R<sub>1</sub>' together form an oxo group or a C<sub>1-3</sub> alkylene ketal group;

$R_2$  represents a hydrogen atom or a  $C_{1-6}$  alkyl group optionally having a hydroxyl group, or  $R_2$  and  $R_2'$  or  $R_3'$  together form a  $C_{1-3}$  alkylene group or an oxy- $C_{1-3}$  alkylene group;

$R_2'$  represents a hydrogen atom or a  $C_{1-6}$  alkyl group optionally having a hydroxyl group, or  $R_2'$  and  $R_2$  or  $R_3$  together form a  $C_{1-3}$  alkylene group or an oxy- $C_{1-3}$  alkylene group;

$R_3$  represents a hydrogen atom, a hydroxyl group, a halogen atom, a  $C_{1-6}$  alkyloxy group, a  $C_{1-6}$  alkylcarbonyl group, a  $C_{1-6}$  alkyloxycarbonyl group, a  $C_{1-6}$  alkylsulfonyl group, a  $C_{1-6}$  alkylsulfonylamino group, a  $C_{1-6}$  alkylsulfonylalkylamino group, a cyano group, or a  $C_{1-6}$  alkyl group optionally having a substituent selected from the group  $\alpha$ ; or  $R_3$  and  $R_3'$  or  $R_2'$  together form a  $C_{1-3}$  alkylene group or an oxy- $C_{1-3}$  alkylene group;

$R_3'$  represents a hydrogen atom, a hydroxyl group, a halogen atom, a  $C_{1-6}$  alkyloxy group, a  $C_{1-6}$  alkylcarbonyl group, a  $C_{1-6}$  alkyloxycarbonyl group, a  $C_{1-6}$  alkylsulfonyl group, a  $C_{1-6}$  alkylsulfonylamino group, a  $C_{1-6}$  alkylsulfonylaminoalkyl group, a cyano group, or a  $C_{1-6}$  alkyl group optionally having a substituent selected from the group  $\alpha$ ; or  $R_3'$  and  $R_3$  or  $R_2$  together form a  $C_{1-3}$  alkylene group or an oxy- $C_{1-3}$  alkylene group;

$R_4$  represents a hydrogen atom, a halogen atom, a  $C_{1-6}$  alkyl group optionally having a hydroxyl group, a halogeno- $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkyloxy- $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkylcarbonyl group, a cyano group, a formyl group, a  $C_{1-6}$  alkyloxycarbonyl group, a  $C_{1-6}$  alkylcarbonylamino group, a  $C_{1-6}$  alkylcarbonyl- $C_{1-6}$  alkylamino group or a  $C_{1-6}$  alkylsulfonyl group; or when Z is  $-C(R_7)-$ , then  $R_4$  and  $R_7$  together form  $-C(R_8)(R_8')-O-$ ,  $-C(R_8)(R_8')-CO-$ ,  $-C(R_8)(R_8')-C(R_8)(R_8')-$ ,  $-O-CO-$ ,  $-CO-O-$ ,  $-CO-C(R_8)(R_8')-$ ,  $-O-C(R_8)(R_8')-$ ,  $-CH(R_8)-N(R_9)-$  or  $-N(R_9)-CH(R_8)-$ ;

$R_5$  represents a hydrogen atom, a hydroxyl group, a fluorine atom, a chlorine atom, a  $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkylamino group, a  $C_{1-6}$  alkylcarbonyl group, a  $C_{1-6}$  alkylcarbonylamino group, a  $C_{1-6}$  alkylcarbonyl- $(C_{1-6})$ alkylamino group, or a cyano group;

$R_6$  represents a hydrogen atom, a halogen atom, a  $C_{1-6}$  alkyl group optionally having a hydroxyl group, a halogeno- $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkyloxy- $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkylcarbonyl group, a cyano group, a formyl group, a  $C_{1-6}$  alkyloxycarbonyl group, a  $C_{1-6}$  alkylcarbonylamino group, a  $C_{1-6}$  alkylcarbonyl- $C_{1-6}$  alkylamino group, or a  $C_{1-6}$  alkylsulfonyl group;

$R_7$  represents a hydrogen atom, a halogen atom, a cyano group, a  $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkyloxy group; or  $R_7$  and  $R_4$  together form  $-C(R_8)(R_8')-O-$ ,  $-C(R_8)(R_8')-CO-$ ,  $-C(R_8)(R_8')-C(R_8)(R_8')-$ ,  $-O-CO-$ ,  $-CO-O-$ ,  $-CO-C(R_8)(R_8')-$ ,  $-O-C(R_8)(R_8')-$ ,  $-CH(R_8)-N(R_9)-$  or  $-CH(R_8)-N(R_9)-$ ;

$R_8$  and  $R_8'$  each independently represent a hydrogen atom, a hydroxyl group, a  $C_{1-6}$  alkyl group optionally having a hydroxyl group, or a  $C_{1-6}$  alkylsulfonyl group;

$R_9$  represents a hydrogen atom, a  $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkylsulfonyl group, a  $C_{1-6}$  alkyloxycarbonyl group, or a formyl group;

$R_a$  represents a hydrogen atom, a  $C_{1-6}$  alkyl group, a  $C_{1-6}$  alkyloxycarbonyl group, a carbamoyl group, a ( $C_{1-6}$  alkyl)carbamoyl group, a di( $C_{1-6}$  alkyl)carbamoyl group, a  $C_{1-6}$  alkylsulfonyl group, a pyrazolyl group, a triazolyl group, or an oxazolyl group;

X represents  $-CH_2-$ ,  $-CH(OH)-$ ,  $-N(R_a)-$ ,  $-O-$ ,  $-S-$  or  $-SO_2-$ ;

Y represents  $-CH_2-$  or  $-N(R_a)-$ ;

Z represents  $-C(R_7)-$  or  $-N-$ ;

n indicates an integer of 0 or 1;

group  $\alpha$  is selected from the group consisting of: a halogen atom, a hydroxyl group, a  $C_{1-6}$  alkylcarbonyl group, a  $C_{1-6}$  alkylcarbonyloxy group, a  $C_{1-6}$  alkylcarbonylamino group, a  $C_{1-6}$  alkylcarbonyl- $C_{1-6}$  alkylamino group, a  $C_{1-6}$  alkyloxy group, a  $C_{1-6}$  alkyloxycarbonyl group, a  $C_{1-6}$  alkyloxycarbonylamino group, a  $C_{1-6}$  alkyloxycarbonyl- $C_{1-6}$  alkylamino group, a  $C_{1-6}$  alkylamino group, a di- $C_{1-6}$  alkylamino group, a sulfamoyl group, a  $C_{1-6}$  alkylsulfamoyl group, a di- $C_{1-6}$  alkylsulfamoyl group, a sulfamoylamino group, a  $C_{1-6}$  alkylsulfamoylamino group, a di- $C_{1-6}$  alkylsulfamoylamino group, a  $C_{1-6}$  alkylsulfamoyl- $C_{1-6}$  alkylamino group, a di- $C_{1-6}$  alkylsulfamoyl- $C_{1-6}$  alkylamino group, a sulfamoyloxy group, a  $C_{1-6}$  alkylsulfamoyloxy group, a di- $C_{1-6}$  alkylsulfamoyloxy group, a carbamoyl group, a  $C_{1-6}$  alkylcarbamoyl group, a di- $C_{1-6}$  alkylcarbamoyl group, a carbamoylamino group, a  $C_{1-6}$  alkylcarbamoylamino group, a di- $C_{1-6}$  alkylcarbamoylamino group, a  $C_{1-6}$  alkylcarbamoyl- $C_{1-6}$  alkylamino group, a di- $C_{1-6}$  alkylcarbamoyl- $C_{1-6}$  alkylamino group, a carbamoyloxy group, a  $C_{1-6}$  alkylcarbamoyloxy group, a di- $C_{1-6}$  alkylcarbamoyloxy group, a  $C_{1-6}$  alkylsulfonyl group, a  $C_{1-6}$  alkylsulfonylamino group, and a  $C_{1-6}$  alkylsulfonyloxy group; or a pharmaceutically acceptable salt thereof.

30. (New) The compound of Claim 29 wherein  $A^4$  is  $-N-$ ,  $A^1$  is  $-C(R_5)-$ ,  $A^2$  is  $-C(R_5)-$  and  $A^3$  is  $-C(R_5)-$ .

31. (New) The compound of Claim 29 wherein  $A^5$  is  $-C(R_6)-$ ,  $A^6$  is  $-C(R_6)-$ ,  $A^7$  is  $-C(R_6)-$  and  $A^8$  is  $-C(R_6)-$ .
32. (New) The compound of Claim 29 wherein  $A^7$  is  $-N-$ ,  $A^5$  is  $-C(R_6)-$ ,  $A^6$  is  $-C(R_6)-$ , and  $A^8$  is  $-C(R_6)-$ .
33. (New) The compound of Claim 29 wherein  $R_6$  is selected from a hydrogen atom, a fluorine atom, a chlorine atom, a methyl group, an ethyl group, an isopropyl group, a trifluoromethyl group, a methylcarbonyl group, a methoxymethyl group, a formyl group and a cyano group.
34. (New) The compound of Claim 29 wherein  $R_1$  and  $R_1'$  are selected from a hydrogen atom, a hydroxyl group, a methyl group, a methoxy group, a methylsulfonylamino group and a methylcarbonylamino group.
35. (New) The compound of Claim 29 wherein  $R_1$  and  $R_1'$  together form an oxo group or an ethylene-ketal group.
36. (New) The compound of Claim 29 wherein  $R_2$  and  $R_2'$  are both hydrogen atoms.
37. (New) The compound of Claim 29 wherein  $R_2$  and  $R_2'$  together form  $-CH_2CH_2-$ .
38. (New) The compound of Claim 29 wherein  $R_3$  and  $R_3'$  are selected from a hydrogen atom, a hydroxyl group, a fluorine atom, a methoxy group, a methyl group, a hydroxymethyl group, a fluoromethyl group, a methanesulfonylaminomethyl group, a methanesulfonylmethylaminomethyl group, a methoxycarbonylaminomethyl group and a dimethylsulfamoylaminomethyl group.
39. (New) The compound of Claim 29 wherein  $R_4$  is selected from a hydrogen atom, a fluorine atom, a chlorine atom, a methyl group, an ethyl group, a cyano group, a formyl group and a trifluoromethyl group.
40. (New) The compound of Claim 29 wherein  $R_4$  and  $R_7$  together form  $-CH_2-O-$ ,  $-CH(CH_3)-O-$ ,  $-C(CH_3)_2-O-$  or  $-N(CH_3)-CH_2-$ .
41. (New) The compound of Claim 29 wherein  $Z$  is  $-C(R_7)-$ , and  $R_7$  is selected from a hydrogen atom, a fluorine atom and a methyl group.
42. (New) The compound of Claim 29 wherein  $X$  is  $-CH_2-$ ,  $-O-$  or  $-N(CH_3)-$ .

43. (New) The compound of Claim 29 wherein n is 0.

44. (New) The compound of Claim 29 wherein n is 1 and Y is -CH<sub>2</sub>-.

45. (New) A compound which is selected from the group consisting of:

- (7R,9S)-7-(spiro[8-aza-bicyclo[3.2.1]octa-3,1'(3'H)-isobenzofuran]-8-ylmethyl)-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (6R,8S)-6-(spiro[isobenzofuran-1-(3H),4'-piperidin]-1'-ylmethyl)-5,6,7,8-tetrahydroquinolin-8-ol);
- (7R,9S)-7-[(3R\*,4R\*)-3-hydroxy-4-o-tolyl-piperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (7R,9S)-7-[(3R\*,4R\*)-(4-fluoro-o-tolyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (7R,9S)-7-(6'-aza-5'-fluoro-spiro[8-aza-bicyclo[3.2.1]octa-3,1'(3'H)-isobenzofuran]-8-ylmethyl)-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (6R,8S)-6-(3,3-dimethyl-spiro[isobenzofuran-1(3H),4'-piperidin-1'-ylmethyl]-5,6,7,8-tetrahydro-quinolin-8-ol);
- (7R,9S)-7-(1-methylspiro-[2,3-dihydro-1H-indol-3,4'-piperidin]-1'-ylmethyl)-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (6R,8S)-6-[4-(2-chlorophenyl)-4-fluoropiperidin-1-ylmethyl]-5,6,7,8-tetrahydroquinolin-8-ol;
- (7R,9S)-7-[(3R\*,4R\*)-4-(2-chlorophenyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (7R,9S)-7-[(3R,4R)-4-(2-chloro-4-fluorophenyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (6R,8S)-6-[(3R,4R)-4-(2-chloro-4-fluorophenyl)-3-hydroxypiperidin-1-ylmethyl]-5,6,7,8-tetrahydroquinolin-8-ol;
- (7R,9S)-7-[(3R\*,4S\*)-3-hydroxymethyl-4-phenyl-piperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- (7R,9S)-7-[(3R\*,4S\*)-3-methyl-4-phenylpiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;
- N-[(7R,9S)-7-[(3R,4R)-4-(2-chloro-4-fluorophenyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-yl]methanesulfonamide;
- (6R,8S)-6-[(5'-fluoro-3',3'-dimethyl-3'H-6'-azaspiro[8-azabicyclo[3.2.1]octane-3,1'-isobenzofuran]-8-yl)methyl]-5,6,7,8-tetrahydroquinolin-8-ol; and

(6R,8S)-6-[(1S\*,2R\*,3R\*)-3-(2-chloro-4-fluorophenyl)-2-hydroxy-8-azabicyclo[3.2.1]octan-8-ylmethyl]-5,6,7,8-tetrahydroquinolin-8-ol;  
or a pharmaceutically acceptable salt thereof.

46. (New) A compound which is selected from the group consisting of:

(7R,9S)-7-[(3R\*,4R\*)-3-hydroxy-4-o-tolyl-piperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;

(7R,9S)-7-[(3R\*,4R\*)-(4-fluoro-o-tolyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;

(7R,9S)-7-(6'-aza-5'-fluoro-spiro[8-aza-bicyclo[3.2.1]-octa-3,1'(3'H)-isobenzofuran]-8-ylmethyl)-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;

7R,9S)-7-[(3R\*,4R\*)-4-(2-chlorophenyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-ol;

6R,8S)-6-[(3R,4R)-4-(2-chloro-4-fluorophenyl)-3-hydroxypiperidin-1-ylmethyl]-5,6,7,8-tetrahydroquinolin-8-ol;

N-{(7R,9S)-7-[(3R,4R)-4-(2-chloro-4-fluorophenyl)-3-hydroxypiperidin-1-ylmethyl]-6,7,8,9-tetrahydro-5H-cyclohepta[b]pyridin-9-yl}methanesulfonamide;

(6R,8S)-6-[(5'-fluoro-3',3'-dimethyl-3'H-6'-azaspiro[8-azabicyclo[3.2.1]octane-3,1'-isobenzofuran]-8-yl)methyl]-5,6,7,8-tetrahydroquinolin-8-ol;

(6R,8S)-6-[(1S\*,2R\*,3R\*)-3-(2-chloro-4-fluorophenyl)-2-hydroxy-8-azabicyclo[3.2.1]octan-8-ylmethyl]-5,6,7,8-tetrahydroquinolin-8-ol;  
or a pharmaceutically acceptable salt thereof.

47. (New) A pharmaceutical composition which comprises an inert carrier and a compound of Claim 20, or a pharmaceutically acceptable salt thereof.

48. (New) A method for treating a disease or disorder selected from the group consisting of: pain; tolerance to a narcotic analgesic; dependence on or addiction to a narcotic analgesic; obesity; impaired cognition; dementia or amnesia; cerebrovascular disease; Alzheimer's disease; attention deficit hyperactivity disorder; learning disability; schizophrenia; neurodegenerative diseases; Parkinsonism; chorea; depression; affective disorder; diabetes insipidus; polyuria; and hypotension, in a mammalian patient in need thereof which comprises administering to the patient a therapeutically effective amount of the compound of Claim 20, or a pharmaceutically acceptable salt thereof.